

Registre de Commerce et des Sociétés

Numéro RCS : B93997

Référence de dépôt : L160172805

Déposé et enregistré le 12/09/2016

RCSL Nr. : B93997

Matricule : 2003 2408 762

ABRIDGED BALANCE SHEET

Financial year from ⁰¹ 01/12/2014 to ⁰² 30/11/2015 (in ⁰³ USD)

PFIZER SHAREHOLDINGS INTERMEDIATE SARL

51, Avenue J.F. Kennedy

L-1855 Luxembourg

ASSETS

	Reference(s)	Current year	Previous year
A. Subscribed capital unpaid	1101 _____	101 _____	102 _____
I. Subscribed capital not called	1103 _____	103 _____	104 _____
II. Subscribed capital called but unpaid	1105 _____	105 _____	106 _____
B. Formation expenses	1107 _____	107 _____	108 _____
C. Fixed assets	1109 _____	109 <u>28.949.447.924,74</u>	110 <u>27.527.310.485,88</u>
I. Intangible fixed assets	1111 _____	111 _____	112 _____
II. Tangible fixed assets	1125 _____	125 _____	126 _____
III. Financial fixed assets	1135 _____ <u>3</u>	135 <u>28.949.447.924,74</u>	136 <u>27.527.310.485,88</u>
D. Current assets	1151 _____	151 <u>6.097.066,54</u>	152 <u>1.325.824,40</u>
I. Inventories	1153 _____	153 _____	154 _____
II. Debtors	1163 _____	163 <u>6.061.848,51</u>	164 <u>1.289.214,18</u>
a) becoming due and payable within one year	1203 _____	203 <u>6.061.848,51</u>	204 <u>1.289.214,18</u>
b) becoming due and payable after more than one year	1205 _____	205 _____	206 _____
III. Transferable securities and other financial instruments	1189 _____	189 _____	190 _____
IV. Cash at bank, cash in postal cheque accounts, cheques and cash in hand	1197 _____	197 <u>35.218,03</u>	198 <u>36.610,22</u>
E. Prepayments	1199 _____	199 _____	200 _____
TOTAL (ASSETS)		²⁰¹ <u>28.955.544.991,28</u>	²⁰² <u>27.528.636.310,28</u>

The notes in the annex form an integral part of the annual accounts

RCSL Nr. : B93997

Matricule : 2003 2408 762

LIABILITIES

	Reference(s)	Current year	Previous year
A. Capital and reserves	1301 <u>4</u>	301 <u>23.068.508.639,24</u>	302 <u>21.013.437.971,92</u>
I. Subscribed capital	1303 _____	303 <u>2.646.449.800,00</u>	304 <u>2.308.449.800,00</u>
II. Share premium and similar premiums	1305 _____	305 <u>8.280.091.314,40</u>	306 <u>5.710.091.314,40</u>
III. Revaluation reserves	1307 _____	307 _____	308 _____
IV. Reserves	1309 _____	309 <u>230.844.980,00</u>	310 <u>441.766.605,00</u>
V. Profit or loss brought forward	1319 _____	319 <u>12.764.051.877,52</u>	320 <u>12.367.154.910,43</u>
VI. Profit or loss for the financial year	1321 _____	321 <u>165.513.667,32</u>	322 <u>185.975.342,09</u>
VII. Interim dividends	1323 _____	323 <u>-1.018.443.000,00</u>	324 _____
VIII. Capital investment subsidies	1325 _____	325 _____	326 _____
IX. Temporarily not taxable capital gains	1327 _____	327 _____	328 _____
B. Subordinated debts	1329 _____	329 _____	330 _____
a) becoming due and payable within one year	1425 _____	425 _____	426 _____
b) becoming due and payable after more than one year	1427 _____	427 _____	428 _____
C. Provisions	1331 _____	331 <u>11.902,16</u>	332 <u>10.074,59</u>
D. Non subordinated debts	1339 _____	339 <u>5.887.020.681,78</u>	340 <u>6.515.187.626,30</u>
a) becoming due and payable within one year	1407 _____	407 <u>22.773.331,47</u>	408 <u>645.165.684,76</u>
b) becoming due and payable after more than one year	1409 <u>5</u>	409 <u>5.864.247.350,31</u>	410 <u>5.870.021.941,54</u>
E. Deferred income	1403 <u>2</u>	403 <u>3.768,10</u>	404 <u>637,47</u>
TOTAL (LIABILITIES)		405 <u>28.955.544.991,28</u>	406 <u>27.528.636.310,28</u>

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Matricule : 2003 2408 762

ABRIDGED PROFIT AND LOSS ACCOUNT

Financial year from ⁰¹ 01/12/2014 to ⁰² 30/11/2015 (in ⁰³ USD)

PFIZER SHAREHOLDINGS INTERMEDIATE SARL

51, Avenue J.F. Kennedy

L-1855 Luxembourg

A. CHARGES

	Reference(s)	Current year	Previous year
1. to 2. Gross loss (less B.1 to B.3 and B.5)	1643 <u>6</u>	643 <u>51.691,91</u>	644 <u>200.767,13</u>
3. Staff costs	1605 _____	605 _____	606 _____
a) Salaries and wages	1607 _____	607 _____	608 _____
b) Social security on salaries and wages	1609 _____	609 _____	610 _____
c) Supplementary pension costs	1611 _____	611 _____	612 _____
d) Other social costs	1613 _____	613 _____	614 _____
4. Value adjustments	1615 _____	615 _____	616 _____
a) on formation expenses and on tangible and intangible fixed assets	1617 _____	617 _____	618 _____
b) on current assets	1619 _____	619 _____	620 _____
5. Other operating charges	1621 _____	621 _____	622 _____
6. Value adjustments and fair value adjustments on financial fixed assets	1623 _____	623 _____	624 _____
7. Value adjustments and fair value adjustments on financial current assets. Loss on disposal of transferable securities	1625 _____	625 _____	626 _____
8. Interest and other financial charges	1627 _____	627 <u>25.452.710,29</u>	628 <u>19.563.722,11</u>
a) concerning affiliated undertakings	1629 _____	629 <u>25.452.002,33</u>	630 <u>19.563.376,58</u>
b) other interest and similar financial charges	1631 _____	631 <u>707,96</u>	632 <u>345,53</u>
9. Share of losses of undertakings accounted for under the equity method	1649 _____	649 _____	650 _____

The notes in the annex form an integral part of the annual accounts

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	Reference(s)	Current year	Previous year
10. Extraordinary charges	¹⁶³³ <u>3</u>	⁶³³ <u>1,00</u>	⁶³⁴ <u>90.571.810,43</u>
11. Income tax	¹⁶³⁵ <u>7</u>	⁶³⁵ <u>3.343.470,19</u>	⁶³⁶ <u>4.069,32</u>
12. Other taxes not included in the previous caption	¹⁶³⁷ <u>7</u>	⁶³⁷ <u>-409,63</u>	⁶³⁸ <u>31,69</u>
13. Profit for the financial year	¹⁶³⁹ <u></u>	⁶³⁹ <u>165.513.667,32</u>	⁶⁴⁰ <u>185.975.342,09</u>
TOTAL CHARGES		⁶⁴¹ <u>194.361.131,08</u>	⁶⁴² <u>296.315.742,77</u>

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B. INCOME

	Reference(s)	Current year	Previous year
1. to 3. and 5. Gross profit (less A.1 and A.2)	1739 _____	739 _____	740 _____
4. Reversal of value adjustments	1707 _____	707 _____	708 _____
a) on formation expenses and on tangible and intangible fixed assets	1709 _____	709 _____	710 _____
b) on current assets	1711 _____	711 _____	712 _____
6. Income from financial fixed assets	1715 _____	715 <u>115.403.943,00</u>	716 <u>281.312.463,79</u>
a) derived from affiliated undertakings	1717 <u>8</u>	717 <u>115.403.943,00</u>	718 <u>281.312.463,79</u>
b) other income from participating interests	1719 _____	719 _____	720 _____
7. Income from financial current assets	1721 _____	721 _____	722 _____
a) derived from affiliated undertakings	1723 _____	723 _____	724 _____
b) other income from financial current assets	1725 _____	725 _____	726 _____
8. Other interest and other financial income	1727 _____	727 <u>1.187,08</u>	728 <u>3.278,98</u>
a) derived from affiliated undertakings	1729 _____	729 <u>342,32</u>	730 <u>48,99</u>
b) other interest and similar financial income	1731 _____	731 <u>844,76</u>	732 <u>3.229,99</u>
9. Share of profits of undertakings accounted for under the equity method	1745 _____	745 _____	746 _____
10. Extraordinary income	1733 <u>3</u>	733 <u>78.956.001,00</u>	734 <u>15.000.000,00</u>
13. Loss for the financial year	1735 _____	735 <u>0,00</u>	736 <u>0,00</u>
TOTAL INCOME		737 <u>194.361.131,08</u>	738 <u>296.315.742,77</u>

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Pfizer Shareholdings Intermediate S.à r.l.

Société à responsabilité limitée

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L-1855 Luxembourg

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NOTES TO THE ANNUAL ACCOUNTS

November 30, 2015

NOTE 1 - GENERAL

Pfizer Shareholdings Intermediate S.à r.l. ("the Company") is a Luxembourg limited liability company (société à responsabilité limitée) incorporated under the laws of the Grand-Duchy of Luxembourg on June 27, 2003.

The object of the Company is the holding, administration, development in management of participations in Luxembourg and foreign companies. The Company may undertake any commercial, industrial and financial activities directly or indirectly connected with its purpose.

The registered office of the Company is established at 51, Avenue J.F. Kennedy, L-1855 Luxembourg.

In accordance with Article 316 of the modified law of August 10, 1915, the Company is not required to prepare consolidated accounts and a consolidated management report. The company preparing consolidated financial statements including Pfizer Shareholdings Intermediate S.à r.l. is Pfizer Inc.. These consolidated financial statements are available at the registered office at 235 East 42nd Street, New York, U.S.A. and as well as have been filed with the Luxembourg Trade Registry under the entity of Pfizer Luxco Holdings S.à r.l. (R.C.S. Luxembourg B 98684), which is the ultimate Luxembourg entity of Pfizer Group in Luxembourg.

The financial year of the Company starts on December 1st and ends on November 30 of the following year.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

The annual accounts have been prepared in accordance with legal and regulatory requirements and generally accepted accounting principles in the Grand Duchy of Luxembourg. Accounting policies and valuation principles are, besides the ones laid down by the modified law of 19 December 2002, determined and applied by the Board of Managers.

The Company's significant accounting policies are as follows:

Basis of presentation

The accounts have been prepared under the historical cost convention and in accordance with Luxembourg legal requirements.

Valuation of financial fixed assets

Instruments held as financial fixed assets are valued at acquisition cost. Value adjustments are recorded when there is considered to be a permanent decline in value, as determined by the Board of Managers. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

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NOTES TO THE ANNUAL ACCOUNTS – continued

November 30, 2015

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES - continuedConversion of foreign currencies

The Company maintains its books of accounts in US Dollars ("USD"). Assets and liabilities denominated in other currencies are converted into USD at the rates prevailing at the balance sheet date with the exception of fixed assets which are stated at historic cost. Income and expense transactions are recorded at the rates prevailing on the dates of transactions. Realised gains and losses and unrealised losses are reflected in the profit and loss account. Unrealised gains are deferred.

NOTE 3 - FINANCIAL ASSETS

	Shares in affiliated undertakings
Cost at the beginning of the year	27,527,310,485.88
Additions	8,376,785,849.91
Disposals	(3,685,044,001.00)
Return of capital	<u>(3,269,604,410.05)</u>
Cost at the end of the year	28,949,447,924.74
Accumulated value adjustment at the beginning and at the end of the year	---
Net book value as at November 30, 2015	USD <u>28,949,447,924.74</u>

Shares in affiliated undertakings

On December 1, 2014, the Company incorporated Pfizer PFE Philippines Holding 1 B.V., with an initial share capital amounting to USD 1,000.00. On the same day, the Company contributed to Pfizer PFE New Zealand Holding B.V. an amount of USD 17,611,711.40, in exchange for share premium. On the same day, the Company received from Pfizer Global Holdings B.V an amount of USD 17,611,711.40 as a share premium repayment.

On December 2, 2014, the Company transferred 99.00019% of its investment held in Pfizer Service Company BVBA (having a book value USD 111,913,774.78) to Pfizer PFE US Holdings 1 LLC in exchange for an amount of USD 190,080,371.00 as paid-in capital. Therefore, a gain of USD 78,166,596.22 was recorded on that transaction. On the same day, the Company transferred 0.99981% of its investment held in Pfizer Service Company BVBA (having a book value of USD 1,130,225.22) to Pfizer PFE US Holdings 2 LLC, in exchange for an amount of USD 1,919,629.00 as paid in capital. Therefore, a gain of USD 789,403.78 was recorded on that transaction. Subsequently to this, on the same day, the Company distributed to its sole shareholder, Pfizer Holdings International Luxembourg (PHIL) S.à r.l., all its interest held in Pfizer PFE US Holdings 1 LLC and Pfizer PFE US Holdings 2 LLC amounting to USD 192,000,000.00 as a share premium repayment.

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NOTES TO THE ANNUAL ACCOUNTS – continued

November 30, 2015

NOTE 3 - FINANCIAL ASSETS – continued

On December 8, 2014, the Company acquired from Pfizer Luxembourg S.à r.l. 100% of the shares in Pfizer PFE Luxembourg Holding 2 S.à r.l., in exchange for an amount of USD 17,300.00 in cash.

On December 9, 2014, the Company incorporated Pfizer PFE Ireland Holdco S.à r.l., with an initial share capital of USD 20,000.00.

On December 19, 2014, the Company incorporated jointly with Wyeth LLC, Pfizer PFE Hellas Ltd. For the purpose of the incorporation, the Company contributed to Pfizer PFE Hellas Ltd. an amount of USD 41,381,444.51, in exchange for 81% of the interest in Pfizer PFE Hellas Ltd..

On January 20, 2015, the Company contributed to Pfizer PFE Philippines an amount of USD 50,000.00, in exchange for share premium.

On February 4, 2015, the Company received from Pfizer International S. de R.L. an amount of USD 1,444,294.49 as a return of capital.

On April 28, 2015, the Company received from Pfizer PFE Hellas Ltd. an amount of USD 35,240,294.16 as a return of capital.

On November 5, 2015, Pfizer Healthcare Ireland capitalized its existing profits out of distributable reserves, by issuing new shares to the Company amounting to USD 98,133,728.00. On the same day, Pfizer Healthcare Ireland cancelled 71,206,148 fully paid shares. As a consequence, the Company received an amount of USD 98,133,728.00 as a return of capital.

On November 10, 2015, the Company received from Pfizer Luxembourg Global Holdings S.à r.l. an amount of USD 3,020,566,175.00 as a share premium repayment.

On November 11, 2015, the Company received from Pfizer ESP Pty. Ltd. an amount of USD 3,950,520.00 as a return of capital. On the same day, the Company received from Pfizer Global Holdings B.V. an amount of USD 47,261,979.50 and from Pfizer Australia Holdings B.V. an amount of USD 45,395,707.50 as a share premium repayment. On the same day, the Company contributed to Pfizer Holdings Europe an amount of USD 1,267,570,666.00, in exchange for shares and share premium.

On November 16, 2015, the Company transferred back the legal ownership of one "A" Ordinary Share of USD 1.00 in Pfizer Investment Capital to Pfizer Group Luxembourg S.à r.l.. Therefore, a loss of USD 1.00 was recorded on disposing this asset.

On November 24, 2015, the Company acquired from Pfizer Holdings International Luxembourg (PHIL) S.à r.l. 1.8839553 shares, representing 48.50610% of the share capital of Hospira Holding Ltd. for an amount of USD 1,500,000,000.00, in exchange for shares and share premium. On the same day, the Company contributed to Pfizer Global Holdings B.V. all its interest in Hospira Holding Ltd. for an amount of USD 1,500,000,000.00, in exchange for share premium.

Pfizer Shareholdings Intermediate S.à r.l.

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NOTES TO THE ANNUAL ACCOUNTS – continued

November 30, 2015

NOTE 3 - FINANCIAL ASSETS – continued

On November 27, 2015, the Company acquired from Pfizer Holdings International Luxembourg (PHIL) S.à r.l. 2.3612240 shares, representing 37.80875% of the share capital of Hospira Holding Ltd. for an amount of USD 1,880,000,000.00, in exchange for shares and share premium. On the same day, the Company contributed to Pfizer Global Holdings B.V. all its interest in Hospira Holding Ltd. for an amount of USD 1,880,000,000.00, in exchange for share premium.

In the opinion of the management of the Company, there is no permanent impairment in value and accordingly, no value adjustment has been recorded as of November 30, 2015.

As at November 30, 2015, the shares in affiliated undertakings are as follows (in USD):

<i>Name, country</i>	<i>% of shareholding</i>	<i>Net book value as at November 30, 2015</i>	<i>Net asset value as at November 30, 2015 in USD ⁽¹⁾</i>	<i>Profit or loss as at November 30, 2015 in USD</i>
Pfizer Global Holdings B.V., Netherlands	100%	7,694,926,459.63	2,538,870,635.00	122,599.00
Pfizer Healthcare Ireland, Ireland	100%	370,000,000.00	207,171,895.00	(43,261,616.00)
Pfizer Biologics Ireland Holdings Ltd., Ireland	100%	823,949,816.25	822,600,882.00	(11,902.00)
Pfizer PFE Luxembourg Holding 2 S.à r.l., Luxembourg	100%	17,300.00	300.64	(11,296.39)
Pfizer Australia Investments Pty Ltd., Australia	10%	189,411,491.21	375,894.00	44,205.00
Pfizer Inc Philippines, Philippines	26.59%	19,317,683.46	145,856,077.00	28,179,271.00
Pfizer Holdings Europe, Ireland	100%	9,828,869,867.91	11,948,123,265.00	428,807,218.00
Pfizer Australia Holdings B.V., Netherlands	100%	120,048,324.01	174,051,781.00	(2,494.00)
Pfizer PFE Hellas Ltd., Greece	81%	6,141,150.35	1,615,909.00	(2,923.00)

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NOTES TO THE ANNUAL ACCOUNTS – continued

November 30, 2015

NOTE 3 - FINANCIAL ASSETS – continued

As at November 30, 2015, the shares in affiliated undertakings are as follows (in USD):

<i>Name, country</i>	<i>% of shareholding</i>	<i>Net book value as at November 30, 2015</i>	<i>Net asset value as at November 30, 2015 in USD ⁽¹⁾</i>	<i>Profit or loss as at November 30, 2015 in USD</i>
Pfizer International S. de R.L., Panama	99%	13,655,705.51	12,072,706.00	(1,583,100.00)
Pfizer PFE Philippines Holding 1 B.V., Netherlands	100%	51,000.00	50,945.00	(55.00)
Pfizer PFE Ireland Holdco S.à r.l., Luxembourg	100%	20,000.00	13,180.95	(6,819.05)
Pfizer Luxembourg Global Holding S.à.r.l., Luxembourg	100%	9,464,894,493.00	11,559,060,705.65	(16,145,935.61)
Pfizer PFE Australia Holding B.V., Netherlands	100%	1,000.00	1,002.00	1.00
Pfizer PFE New Zealand Holding B.V., Netherlands	100%	17,612,711.40	17,612,656.00	(56.00)
Pfizer ESP Pty Ltd., Australia	10%	1,209,007.14	19,906,056.00	19,426,728.00
Pfizer Australia Holdings Pty Ltd., Australia	10%	89.00	593,831,193.00	(472,997,965.00)
Pfizer Romania SRL, Romania	99.99%	70,999,825.87	10,119,787.00	(164,433.00)
AHP Manufacturing B.V., Netherlands	100%	328,322,000.00	182,227,428.00	2,804,099.00
		28,949,447,924.74		

⁽¹⁾ Information on the Company's subsidiaries is based on unaudited financial statements and reflects the 100% shareholding balance

Pfizer Shareholdings Intermediate S.à r.l.

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NOTES TO THE ANNUAL ACCOUNTS - continued

November 30, 2015

NOTE 4 - CAPITAL AND RESERVES*a) Movements (in USD)*

	Subscribed capital	Share premium	Legal reserve	Other reserve	Interim dividend	Profit (loss) brought forward	Result for the financial year
As at 30.11.2014	2,308,449,800.00	5,710,091,314.40	230,154,045.00	211,612,560.00	---	12,367,154,910.43	185,975,342.09
BOM dated 01.12.2014	---	(280,000,000.00)	---	---	---	---	---
BOM dated 02.12.2014	---	(192,000,000.00)	---	---	---	---	---
BOM dated 10.11.2015	--	--	---	---	(1,018,443,000.00)	---	---
AGM dated 24.11.2015	150,000,000.00	1,350,000,000.00	---	---	---	---	---
AGM dated 27.11.2015	188,000,000.00	1,692,000,000.00	---	---	---	---	---
Allocation of the result of the year ended 30.11.2014	---	---	690,935.00	(211,612,560.00)	---	396,896,967.09	(185,975,342.09)
Profit or (loss) for financial period	---	---	---	---	---	---	165,513,667.32
As at 30.11.2015	2,646,449,800.00	8,280,091,314.40	230,844,980.00	---	(1,018,443,000.00)	12,764,051,877.52	165,513,667.32

b) Subscribed capital and share premium

On December 1, 2014, the Company distributed to its sole shareholder Pfizer Holdings International Luxembourg (PHIL) S.à r.l. an amount of USD 280,000,000.00 as a share premium repayment.

On December 2, 2014, the Company distributed to Pfizer Holdings International Luxembourg (PHIL) S.à r.l., all its interest held in Pfizer PFE US Holdings 1 LLC and Pfizer PFE US Holdings 2 LLC, in exchange for an amount of USD 192,000,000.00 as a share premium repayment.

On November 24, 2015, the Company acquired from Pfizer Holdings International Luxembourg (PHIL) S.à r.l. 1.8839553 shares, representing 48.50610% of the share capital of Hospira Holding Ltd. for an amount of USD 1,500,000,000.00 in exchange for 3,000,000 shares having a par value of USD 50.00 and an amount of USD 1,350,000,000.00 as share premium, issued to Pfizer Holdings International Luxembourg (PHIL) S.à r.l..

On November 27, 2015, the Company acquired from Pfizer Holdings International Luxembourg (PHIL) S.à r.l. 2.3612240 shares, representing 37.80875% of the share capital of Hospira Holding Ltd. for an amount of USD 1,880,000,000.00, in exchange for 3,760,000 shares having a par value of USD 50.00 and an amount of USD 1,692,000,000.00 as share premium, issued to Pfizer Holdings International Luxembourg (PHIL) S.à r.l..

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NOTES TO THE ANNUAL ACCOUNTS - continued

November 30, 2015

NOTE 4 - CAPITAL AND RESERVES – continued*a) Subscribed capital and share premium -continued*

As at November 30, 2015, the share capital amounts to USD 2,646,449,800.00 (2014: USD 2,308,449,800.00) and is represented by 52,928,996 parts of USD 50.00 each, fully paid up. The share premium amounts to USD 8,280,091,314.40 (2014: USD 5,710,091,314.40).

Subscribed capital and the share premium account have evolved as follows:

Class A Parts

	Number of parts	Nominal value of parts USD	Share premium USD
Opening balance at December 1, 2014	<u>22,616,162</u>	<u>1,130,808,100.00</u>	<u>1,719,789,957.40</u>
Circular Resolution of the Board of Managers of December 1, 2014			(280,000,000.00)
Circular Resolution of the Board of Managers of December 2, 2014			(192,000,000.00)
Extraordinary General Meeting held on November 24, 2015 – Parts issue	3,000,000	150,000,000.00	1,350,000,000.00
Extraordinary General Meeting held on November 27, 2015 – Parts issue	3,760,000	188,000,000.00	1,692,000,000.00
Closing balance at November 30, 2015	<u>29,376,162</u>	<u>1,468,808,100.00</u>	<u>4,289,789,957.40</u>

Class B Parts

Opening balance at December 1, 2014	<u>21,642,868</u>	<u>1,082,143,400.00</u>	<u>3,430,816,657.00</u>
Closing balance at November 30, 2015	<u>21,642,868</u>	<u>1,082,143,400.00</u>	<u>3,430,816,657.00</u>

Class C Parts

Opening balance at December 1, 2014	<u>1,909,966</u>	<u>95,498,300.00</u>	<u>559,484,700.00</u>
Closing balance at November 30, 2015	<u>1,909,966</u>	<u>95,498,300.00</u>	<u>559,484,700.00</u>

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NOTES TO THE ANNUAL ACCOUNTS – continued
 November 30, 2015

NOTE 4 - CAPITAL AND RESERVES – continued

b) Legal reserve

Luxembourg companies are required to appropriate to a legal reserve a minimum of 5% of the profit for the period after deduction of any losses brought forward, until this reserve is equal to 10% of the subscribed capital. This reserve may not be distributed in the form of cash dividends, or otherwise, during the life of the Company. An appropriation of USD 8,275,683.37 is required in respect of the year ended November 30, 2015.

c) Other distributable reserve

On July 21, 2015, the sole partner of the Company Pfizer Holdings International Luxembourg (PHIL) S.à r.l., resolved to allocate the amount of the other distributable reserves amounting to USD 211,612,560.00 to the carried forward results of the Company.

d) Interim dividend

On November 10, 2015, the Company distributed to Pfizer Holdings International Luxembourg (PHIL) S.à r.l. an amount of USD 1,018,443,000.00 as an interim dividend.

NOTE 5 - NON SUBORDINATED DEBTS BECOMING DUE AND PAYABLE AFTER MORE THAN ONE YEAR

The non-subordinated debts becoming due and payable after more than one year consist of interest bearing loans for a total amount of USD 5,845,500,000.00. These loans were issued to the Company by, Pfizer Holdings International Luxembourg (PHIL) S.à r.l., which then contributed the loans to Pfizer Services LLC, on September 5, 2012 (USD 1,500,000,000.00), September 28, 2012 (USD 2,465,500,000.00) and on October 3, 2013 (USD 1,880,000,000.00). On November 24 and November 27, 2015, respectively the loans of USD 1,500,000,000.00 and USD 1,880,000,000.00 were assigned from Pfizer Services LLC to Pfizer Holdings International Luxembourg (PHIL) S.à r.l., which then contributed the loans to Hospira Holding Ltd..

As at November 30, 2015, the interest bearing loans and related accrued interests amounted to USD 5,864,247,350.31 (2014: USD 5,870,021,941.54).

NOTE 6 – GROSS PROFIT OR LOSS

This section includes other external charges.

NOTE 7 – TAXES

The Company is subject to all taxes applicable to Luxembourg commercial companies.

Pfizer Shareholdings Intermediate S.à r.l.

Société à responsabilité limitée

51, Ave J.F. Kennedy

L-1855 Luxembourg

R.C.S. Luxembourg B 93 997

NOTES TO THE ANNUAL ACCOUNTS – end

November 30, 2015

NOTE 8 – INCOME FROM FINANCIAL FIXED ASSETS DERIVED FROM AFFILIATED UNDERTAKINGS

On January 28 and on November 5, 2015, the Company received from Pfizer Inc. Philippines respectively an amount of USD 4,316,800.00 and an amount of USD 6,816,000.00 as a dividend.

On November 5, 2015, the Company received from Pfizer Healthcare Ireland an amount of USD 98,133,728.00 as a dividend, as a result of the capitalization of profits from Pfizer Healthcare Ireland to the Company.

On November 11, 2015, the Company received from Pfizer ESP Pty Ltd an amount of USD 6,137,415.00 as a dividend.

PFIZER SHAREHOLDINGS INTERMEDIATE SARL

Société à responsabilité limitée

Registered address: 51, Avenue JF Kennedy, L-1855 Luxembourg,
Grand-Duchy of Luxembourg

R.C.S. Luxembourg No. B 93 997
(the “**Company**”)

ALLOCATION OF THE RESULT OF THE COMPANY

Following the annual written resolutions of the Sole Partner of the Company held on 5 September 2016, regarding the approval of the Company’s annual accounts as at 30 November 2015, the partner acknowledges that it appears from the annual accounts that the result for the financial year 2015, amounts to a profit of USD 165,513,667.32 and resolves to carry forward the net profit of USD 157,237,983.95 to the next financial year after the allocation of USD 8,275,683.37 to the legal reserve of the Company.

Luxembourg, 5 September 2016